

PROXY

KNOW ALL MEN BY THESE PRESENTS:

I, the undersigned stock holder of **PARAMOUNT LIFE & GENERAL HOLDINGS CORPORATION**, of legal age, do hereby name, constitute and appoint:

_____, or, in his absence,

_____, or, in her absence,

The Chairman of the Annual Meeting of the Stockholders

as my proxy during the Annual Meeting for _____ to be held at _____ a.m. on _____ at Makati City, or at any adjournment or postponement thereof, as fully and to all intents and purposes as I might or could lawfully do, if personally present, hereby ratifying and confirming any and all action/s taken upon all matters which may come before the meeting or any adjournment thereof, with full power and authority to do and perform every act or deed whatsoever requisite or necessary to be done in or about the premises.

GIVING AND GRANTING unto the said person and proxy full and complete authority to do and perform every act or deed whatsoever requisite or necessary to be done in or about the premises.

IN WITNESS WHEREOF, I have hereunto set my hand on this ____ day of _____.

Witnesses:

Signature:	_____)	_____
)	
Name:	_____)	
)	
Position:	_____)	_____
)	